BEST AVAILABLE COPY

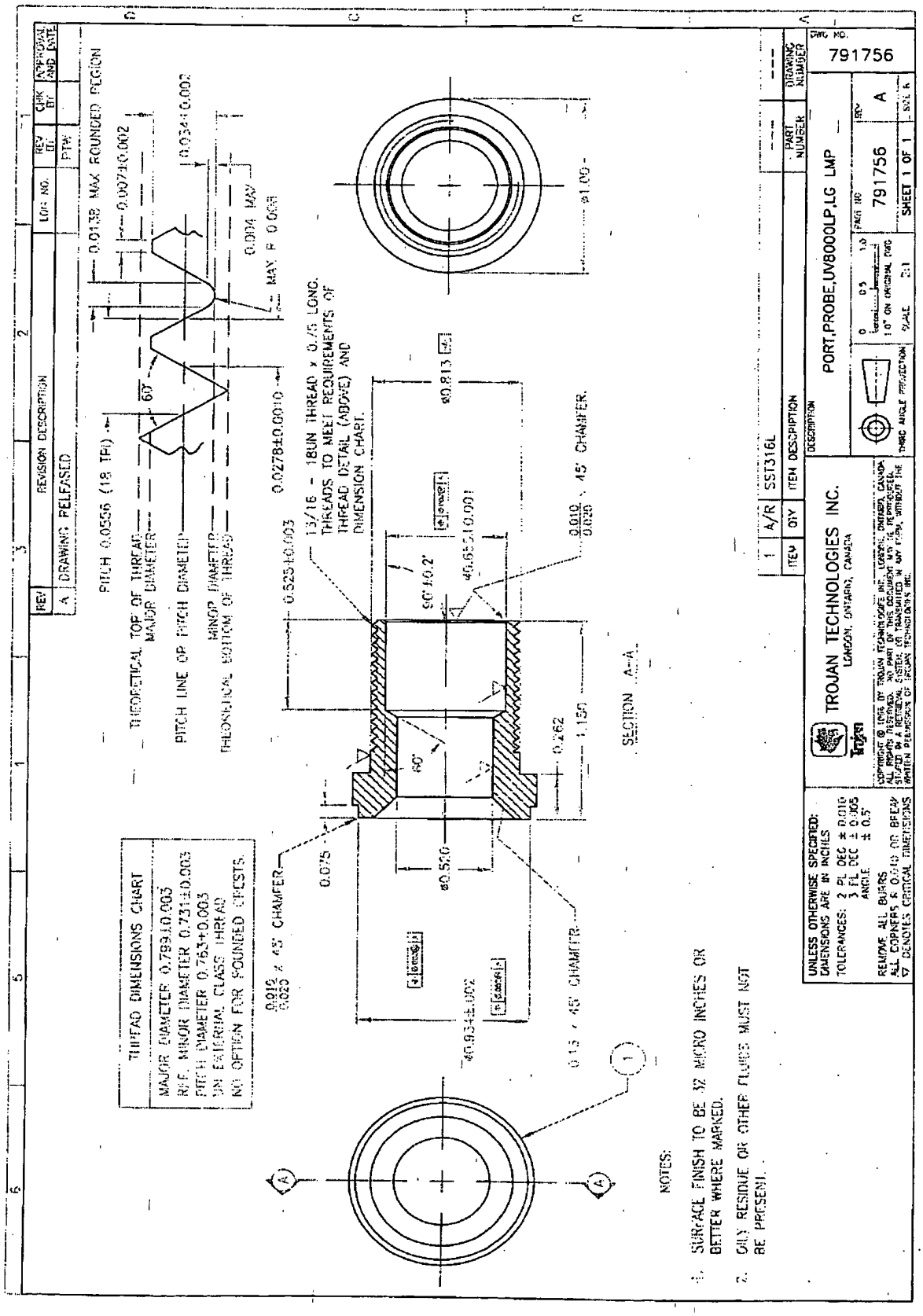

EXHIBIT 3